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Florida Department of State

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FLORIDA LIMITED LIABILITY CO.

RWK Massachusetts Apartments, LLC

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2022 NOV 10 PM 1:12

2022 NOV 10 PM 12:35

22 NOV 10 PM 12:35

Electronic Filing Menu

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Help

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**ARTICLES OF ORGANIZATION
OF
RWK MASSACHUSETTS APARTMENTS, LLC**

Pursuant to the Florida Revised Limited Liability Company Act, Section 605.0201, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be RWK Massachusetts Apartments, LLC.

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 1331 Heron Point Road, Jacksonville, Florida 32223.

**ARTICLE III
PURPOSE**

The purpose for which the Company is organized is any and all lawful business.

**ARTICLE IV
MANAGEMENT**

The Company will be a manager-managed company, such that the manager(s) exclusively decide matters relating to the activities and affairs of the Company, except as otherwise provided in the operating agreement of the Company. Rose W. Kanner shall be the initial manager of the Company.

**ARTICLE V
REGISTERED AGENT**

The initial registered office of this Company shall be 1331 Heron Point Road, Jacksonville, Florida 32223, and its initial registered agent at such office shall be Rose W. Kanner.

(((H22000384469 3)))

ARTICLE VI INDEMNIFICATION

The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager, member or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager, member or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as a manager, member or officer within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

The Company by action of its manager(s), in her, his, its or their sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its manager(s), in her, his, its or their sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the manager(s), the authority granted to the manager(s) in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for the Company, has executed these Articles of Organization on behalf of this Company in accordance with Section 605.0203 of the Act.

By: 

Rose W. Kanner

Authorized Representative

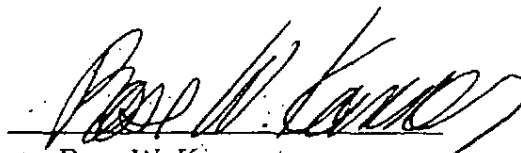
Dated: November 10, 2022.

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**ACCEPTANCE AS REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in these Articles of Organization, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and I am familiar with and accept the obligations of our position as registered agent.

Dated: November 10, 2022.


Rose W. Kanner

22 NOV 10 PM 12:35
2022 NOV 10 PM 12:35